



COLEMAN FROST LLP

429 Santa Monica Boulevard,
Suite 700
Santa Monica, California 90401

January 20, 2011

VIA HAND DELIVERY

The Honorable Arthur J. Gonzelez
Chief United States Bankruptcy Judge
United States Bankruptcy Court
Southern District of New York
One Bowling Green
New York, NY 10004

VIA E-MAIL

Mr. Armando Arce, Jr.
Rock & Republic Enterprises, Inc.
3523 Eastham Drive
Culver City, CA 90232

VIA E-MAIL

Schuyler G. Carroll
Robert Hirsh
Arent Fox LLP
1675 Broadway
New York, NY 10019-5820

VIA E-MAIL

Richard Morrissey
Office of the United States Trustee
33 Whitehall Street – 21st Floor
New York, NY 10004

VIA E-MAIL

Alex Spizz
Todtman, Nachamie, Spizz & Johns, P.C.
425 Park Avenue
New York, NY 10022

**Re: Rock & Republic Enterprises, Inc. et al.
Chapter 11 Case No. 10-11728 (AJG) (Jointly Administered)**

Pursuant to an Order dated May 26, 2010, our firm was retained *nunc pro tunc* to April 1, 2010 to represent the Debtors in Possession as Special Litigation Counsel in the above-referenced Chapter 11 case. By Order dated April 29, 2010 (the “Compensation

Hon. Arthur J. Gonzalez
Armando Arce, Jr.
Schuyler G. Carroll
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January 20, 2011
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Order") the Bankruptcy Court has authorized payment of 80% of our monthly fees and 100% of our monthly expenses for the period of December 2010.

During the period from December 1, 2010 through December 31, 2010, our fees for services rendered as counsel to the Debtors-in Possession were \$8,652.50. Our disbursements during this period were \$1,059.09. A detailed billing statement for the period is enclosed for your information and review. The billing statement sets forth the name of each attorney or staff member who rendered services and the applicable billing rate. The report also breaks down the services by category as required by the fee guidelines.

**BY SUBMITTING THIS UNREDACTED BILLING STATEMENT,
COLEMAN FROST LLP DOES NOT WAIVE THE ATTORNEY-CLIENT
PRIVILEGE OR WORK PRODUCT PRIVILEGE, ALL OF WHICH ARE
EXPRESSLY PRESERVED.**

In accordance with the Compensation Order, unless we receive an objection to our billing statement within thirty-five (35) days following the end of the last month for which compensation is sought, the Debtors shall remit to Coleman Frost LLP the sum of \$6,922.00, representing 80% of \$8,652.50, and \$1,059.09, representing 100% of the disbursements incurred during the applicable period, for payment of fees and costs in the amount of \$7,981.09.

If you have any questions regarding this billing statement, please do not hesitate to contact the undersigned.

Very Truly Yours,



Daniel L. Alexander
for COLEMAN FROST LLP

Armando Arce, Jr.
Rock & Republic Enterprises, Inc.
3523 Eastham Dr.
Culver City, CA 90232

January 20, 2011
Client No. 1096

Cover Statement

	Balance
1096-001 Re: Litigation	\$ 7,905.00
1096-003 Re: Fee/Employment Applications	747.50
1096-004 Re: Relief From Stay Proceedings	<u>\$ 0.00</u>
Total Fees	\$ 8,652.50
Expenses	<u>\$ 1,059.09</u>
Total Fees and Expenses	<u>\$ 9,711.59</u>

COLEMAN FROST LLP
429 Santa Monica Blvd., Suite 700
Santa Monica, California 90401
(310) 576-7312
TIN # 20-0807972

Armando Arce, Jr.
Rock & Republic Enterprises, Inc.
3523 Eastham Dr.
Culver City, CA 90232

January 20, 2011
Our File: 1096.001
Invoice # 1694
Total Balance Due \$232361.85

RE: Litigation

Statement of Account for the Period Ending December 31, 2010

Professional Services

<u>Date</u>	<u>Emp</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/06/10	DFC	Telecons w/T. Rael and B. Malmlund re expert work	0.50	187.50
	BAA	Draft amended testimony declaration for expert Herd	1.80	675.00
12/07/10	BAA	Draft revisions to amended testimony declaration of expert Herd	0.90	337.50
12/08/10	DFC	Review/analyze issues re case strategy, Herd declaration	0.40	150.00
	BAA	Email to C. Malaret to serve amended declaration of expert Herd	0.70	262.50
12/09/10	DLA	Review and respond to communications from D. Coleman re T. Rael deposition	0.30	97.50
	BAA	Research and analysis re standing issue for Biba Corporation in conjunction with this case	2.60	975.00
12/10/10	DFC	Review/analyze issues re amended Herd declaration	0.80	300.00
12/14/10	DFC	Review/analyze issues re experts, T. Rael	0.60	225.00

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 Rock & Republic Enterprises, Inc.
 Litigation
 Our File: 1096.001
 Invoice # 1694

<u>Date</u>	<u>Emp</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DLA	Confer w/D. Coleman re expert witness testimony	0.30	97.50
	DLA	Draft communication to opposing counsel re expert witness testimony	0.20	65.00
	DLA	Confer w/JAMS re status of discovery referee	0.30	97.50
	BAA	Email to C. Malaret re scheduling of Herd deposition	0.60	225.00
12/15/10	BAA	Telecon w/expert Herd in preparation for his deposition	1.20	450.00
12/16/10	DFC	Review/analyze issues re experts, litigation strategy, invoices	0.80	300.00
	DLA	Conferences re estimation hearing	1.30	422.50
	BAA	Travel to/from and attendance at Herd deposition	3.80	1,425.00
	BAA	Conference w/expert Herd in preparation for his deposition	1.10	412.50
12/17/10	BAA	Preparation for trial: review and analysis of testimony declaration of plaintiff's expert Donald Smith	3.20	1,200.00

Summary of Services

BAA	Bruce A. Armstrong	15.90 hr	@ 375.00	\$ 5962.50
DFC	Derrick F. Coleman	3.10 hr	@ 375.00	\$ 1162.50
DLA	Daniel L. Alexander	2.40 hr	@ 325.00	\$ 780.00

	Total Professional Services	21.40	\$ 7,905.00
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Costs and Disbursements

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/03/10	Telephonic Appearance Fee	81.00
12/13/10	Document Review Software	978.09

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January 20, 2011
Rock & Republic Enterprises, Inc.
Litigation
Our File: 1096.001
Invoice # 1694

<u>Date</u>	<u>Description</u>	<u>Amount</u>
	Total Costs and Disbursements	\$ 1,059.09
	TOTAL NEW CHARGES	\$ 8,964.09
	Previous Balance Due	\$223,397.76
SUMMARY OF ACCOUNT		
Balance Forward		\$223,397.76
Total New Charges		8,964.09
Payments and Credits		<u>0.00</u>
TOTAL BALANCE DUE *** PLEASE PAY THIS AMOUNT **		\$232,361.85

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TIN # 20-0807972

Armando Arce, Jr.
Rock & Republic Enterprises, Inc.
3523 Eastham Dr.
Culver City, CA 90232

January 20, 2011
Our File: 1096.003
Invoice # 1695
Total Balance Due \$1254.50

RE: Fee/Employment Applications

Statement of Account for the Period Ending December 31, 2010

Professional Services

<u>Date</u>	<u>Emp</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/16/10	DLA	Draft second interim fee application	2.30	747.50

Summary of Services

DLA Daniel L. Alexander	2.30 hr @ 325.00	\$ 747.50
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Total Professional Services	2.30	\$ 747.50
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TOTAL NEW CHARGES	\$ 747.50
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Previous Balance Due	\$ 507.00
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SUMMARY OF ACCOUNT

Balance Forward	\$ 507.00
Total New Charges	747.50
Payments and Credits	0.00

TOTAL BALANCE DUE *** PLEASE PAY THIS AMOUNT **	\$ 1,254.50
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